



Code of Conduct Policy and Procedure

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| Related Procedural Documents | Conflict of Interest Policy, Risk Management Policy, |
| <p>In the case of hard copies of this policy the content can only be assured to be accurate on the date of issue marked on the document.</p> <p>For assurance that the most up to date policy is being used, staff should refer to the version held on the Funtington District Community Centre website http://funtingtoncommunity.org/</p> | |

1. Introduction

Funtington and District Village Hall Trust (the Trust) is an unincorporated association and is a registered charity: number 305373.

Its code of conduct is an agreed set of guidelines outlining the responsibilities of, or proper practices for, an individual or organisation.

A code is not, in itself, a legal requirement. However, some of the contents of a code of conduct may include or describe legal requirements.

2. Purpose

The purpose of a code of conduct is to provide a structure for the responsibilities and expectations of the members (members) of the Committee of Management (the Committee) to help avoid, or address, problems: it is not about a lack of trust between, or in, the members. The code provides members with an understanding of what is required of their role, enabling them to be transparent, open and accountable in what they do and how they do it. For the most part, a code will simply endorse good practice and behaviour already in existence.

3. Scope

The policy applies to all members.

4. Responsibilities

Members have a responsibility to:

- **Act in the best interest of the Trust;**
- **Attend meetings and other appointments or to give apologies** – engaging in discussions and decision-making processes;
- **Prepare fully for meetings and all work for the Trust** – reading papers, querying unclear or difficult issues and thinking through those issues in good time before meetings;
- **Actively engage in respectful discussion, debate and voting in meetings** – contributing positively, listening carefully, challenging sensitively and avoiding conflict;
- **Act jointly and accept a majority decision** – making decisions collectively, standing by them and not acting individually unless specifically authorised to do so; and
- **Work considerately and respectfully with all** – respecting diversity, different roles and boundaries and avoiding giving offence.

Members also have a responsibility to adhere to the 7 Principles of Public Life (the Nolan Principles – Appendix A) as first set out by Lord Nolan in 1995 and included in the Ministerial Report 2010.

Chairmen need not be expected to take on responsibility for everything relating to the operation of the Committee. For example a vice-chair might have excellent people skills so could take on responsibility for dealing with what might be described as ‘personnel’ issues for the Committee.

5. Process

a) Recruitment of new members

When new members are needed, it is an ideal time to think about what the Trust needs from those individuals: in terms of their behaviour and the role they will play within the organisation.

Providing potential members with a copy of the code of conduct will mean that from the outset they are aware of what is expected of them and is a useful way to clarify

behaviours that are appropriate. Signing up to the code is also a way for new members to declare that they are committed to the organisation and encourages them to think about their role.

In addition, if the appointment does not turn out well, the organisation has some recourse to speak to a new member about their behaviour.

b) Review of Committee or Member Assessment

Increasingly, members want to be able to demonstrate how effective their performance has been. This can take place in a range of ways, as individuals or a whole Committee and with degrees of formality.

If members have signed up to a code of conduct, then one very simple way of assessing their performance is to look at the degree to which everyone has been complying with the requirements of that code.

c) Governance review

From time to time it is good to look at the Trust's governance arrangements and consider whether they are still appropriate and enabling the organisation and its members to work as effectively as possible.

The governance of an organisation can be reviewed in many ways, but should include looking at the code of conduct to see to what degree members are abiding by it. If members are not meeting the standards in the code, then the quality of governance of the organisation is unlikely to be as good as it should be. These might be potential conflicts of interest, inactive members or the potential risk of a breach of confidentiality.

d) When there is an issue with a member

Dealing with an issue with a member and their conduct within the Committee can be a sensitive and difficult process. A code of conduct can be used in a number of ways and to address a range of behaviours or performance.

- **A friendly word by the chair**

This is the ideal way of dealing with issues. The chair arranges to have a quiet word with the member in question and explains the impact that their actions are having on the organisation. It may be that the individual does not even realise what they are doing, or has been under the misapprehension that this is what they were supposed to do as a member. At this stage it is not usually necessary to refer to the code of conduct; although it is helpful if the chair is familiar with it in case reference does need to be made to it. Often, if this action is taken in good time, it will prevent a problem from escalating and is an opportunity to agree a way forward.

- **A formal word by the chair**

Such an approach would be used where a friendly word has not resolved the situation, or where the action of the member(s) in question is more serious. Before doing this, the chair may wish to talk privately to other members to get their views. The concerning behaviour or action should be identified clearly with an explanation of why the chair believes that such behaviour is not acceptable. Reference can be made to the code of conduct to highlight how such behaviour departs from expected standards.

- **A discussion at a Committee meeting**

It may be appropriate to use the code of conduct to raise the subject of the behaviour for discussion at a Committee meeting; with or without the individual(s) in question. However, if the conduct is more serious, the

Committee may need to make a decision as to what should be done. As far as possible, avoid conflict at the Committee meeting. It may be helpful to identify in advance that the issue will be raised and acknowledge that it may be difficult, possibly agreeing some ground rules as to how the subject will be handled. If it is a serious matter, it may be better to involve an independent person to facilitate this item of the Committee agenda.

- **Removal of a Member**

Hopefully there will be clear procedures to follow if a Committee intends to use the code of conduct to justify removing a member from that Committee. It will have to be backed up by what is in the organisation's governing document. Make sure that the process is as fair as possible; giving all concerned a chance to present their view; and, if at all possible, involve a demonstrably independent individual in the process. This can be difficult and stressful but such issues cannot be ignored. If in doubt about how to deal with a situation, contact a trustworthy person outside the organisation to talk over the situation.

e) Risk assessment and avoiding problems

Having members who are not following the code of conduct and, therefore, not fulfilling their role adequately will affect an organisation. For example, if there are members who do not pay adequate attention to the finances, or who deal with an issue badly, the reputational ramifications can be significant. Considering whether the members are not following the code of conduct and, therefore, not working effectively can be an aspect of risk assessment.

f) What if it doesn't work?

A code of conduct is a tool that may be able to help prevent or address issues but, like all tools, it will not work in every situation. If, for whatever reason, the code of conduct has not eased the difficulties then there are other options to consider.

Mediation

Although some disagreements can be productive, when a dispute becomes acrimonious it is often wise to bring in a neutral person. Mediation enables people in dispute to find an acceptable resolution under the guidance of someone who has the skills to support and encourage the participants in a neutral and confidential environment. This is a voluntary process. It may require several hours, but can often be arranged at short notice.

Mediation has the following advantages

- It is cost effective;
- It enables those in the dispute to speak freely and be heard in a safe and confidential environment;
- It provides an environment in which trust can be rebuilt and relationships repaired; and
- It protects the image of the organisation.

How to find mediators

- The Civil Mediation Council (www.civilmediation.org) maintains a list of accredited mediation providers.
- The Centre for Effective Dispute Resolution (CEDR) (www.cedr.co.uk) encourages and develops mediation and other cost-effective dispute resolution and prevention techniques.

As noted above, the Trust is a registered charity and any issues of governance should be raised with the Charity Commission.

g) Resignation

It may come to the point when a member feels that they are no longer getting any satisfaction from the role, that their skills and energy can be used better elsewhere and that it is time for them to move on.

If a member does decide that resigning is the best option available, it helps to:

- If possible, give the rest of the board reasonable notice. This will enable the organisation to begin the search to find a new member;
- Have a look at the organisation's governing document to check how they should go about stepping down as a member;
- Consider having a chat with the chair or another member to explain why they no longer wish to be a member; and
- Share what they have found valuable about serving as a member.

In turn, organisations should recognise the contribution of members and thank them for their service.

h) How to embed the code of conduct

It is important that members have a common understanding of what the different requirements of a code of conduct mean in practice. For example, a general statement such as 'members are expected to respect confidentiality' could be interpreted as meaning that they could not talk to anyone about anything to do with their membership.

To embed a code of conduct into the organisation and to avoid any potential misunderstandings, the Committee should talk through what it means to them and how they interpret it.

Discussions at Committee could include:

- Talking through an issue that has arisen, or is likely to arise, in order to get consensus about what the members should do in that circumstance;
- Taking a clause from the Nolan Principles and explore what that actually means in the context of the Trust;
- Helping the Committee decide what they want from new members they are planning to recruit.

It also helps to have some examples to get people's minds working. So, on the issue of confidentiality, members might also discuss:

Finance

- Are all the financial details confidential – which ones might not be?
- Can some of them be used selectively to help with fundraising?
- To what extent can members talk to staff members about the finances?

Beneficiaries:

- To what extent is information about the beneficiaries confidential?
- Can anonymised examples be given to people who might be interested in supporting the Trust?
- Where does the balance lie between the members telling people about what the Trust does in an interesting way and protecting the confidentiality of beneficiaries?

Transparency and openness:

- When might confidentiality be a bad thing?
- Can confidentiality be used to hide things that should be made open and available to anyone?

Situations that are not clear cut or cannot be anticipated will always arise. Members should be encouraged to feel comfortable raising such issues as they arise, either with the chair, or for discussion by the Committee as a whole.

6. Organisational Learning

- a) At each meeting of the Committee, the Trust's Secretary will inform the Committee of the number and nature of any formal potential breaches of this policy received and the outcomes together with any action taken to prevent a recurrence.
- b) Annually, the Committee will give consideration to the implications of concerns received. These considerations will be fed into the planning and management of future services, as part of the Trust's self-evaluation.

The Nolan Principles – adapted for members of the Trust

1. Selflessness

Members should act solely in terms of public benefit. They should not act in order to gain financial or other benefits for themselves their family or friends.

2. Integrity

Members should not place themselves under any financial or other obligations to outside individuals or organisations that might seek to influence them in the performance of their role as a member of the Committee.

3. Objectivity

In carrying out the business of the organisation, members should make choices based on merit.

4. Accountability

Members are accountable for their decisions and actions to the Trust and its stakeholders (including its shareholders) and the public and must submit themselves to whatever scrutiny is appropriate to their role.

5. Openness

Members should be as open as possible about all the decisions and actions they take.

6. Honesty

Members should declare any private interests relating to their membership and take steps to resolve any conflicts arising in a way that protects the public benefit.

7. Leadership

Members should promote and support these principles by leadership and example.